## Articles of Amendment

Form BC/A-10.30 (Rev. Jan. 1999)  Jesse White Secretary of State Department of Business Services Springfield, (L. 62756 Telephone (217) 782-1832  Remit payment in check or money order, payable to "Secretary of State."  The filing fee for restated articles of amendment - \$100.00  http://www.sos.state.il.us			ARTICLES OF AMENDMENT	SUBMIT IN DUPLICATE  This space for use by Secretary of State  Date  This Space for use by Secretary of State			
			FILED				
			AUG 16 2000	Franchise Tax \$/ Filing Fee \$25.00			
			JESSE WHITE SECRETARY OF STATE	Perratis 5 Approved:			
1.		RPORATE NAME: X	tracom, Inc.	(Note 1)			
2.	1414	NNER OF ADOPTION	OF AMENOMENT	(Hotely)			
	1417 (4		nt of the Articles of Incorporation was adopted on	August 4			
	20:)0 in the manner indicated below. ( "X" one box only)  (Year)  By a majority of the incorporators, provided no directors were named in the articles of incorporation and no have been elected;						
		Have Decil Clector		(Note 2)			
	By a majority of the board of directors, in accordance with Section 10.10, the corporation having iss as of the time of adoption of this amendment;						
				(Note 2)			
		By a majority of the board of directors, in accordance with Section 10.15, shares having been issued be action not being required for the adoption of the amendment;					
	<u></u>	Ru tha sharahaldere in :	accordance with Section 10.20, a resolution of ti	(Note 3) he hoard of directors having been duly			
	لــا	By the shareholders, in accordance with Section 10.20, a resolution of the board of directors having be adopted and submitted to the shareholders. At a meeting of shareholders, not less than the minimum no votes required by statute and by the articles of incorporation were voted in favor of the amendment:					
				(Note 4)			
		By the shareholders, in accordance with Sections 10.20 and 7.10, a resolution of the board of directors having been duly adopted and submitted to the shareholders. A consent in writing has been signed by shareholders having not less than the minimum number of votes required by statute and by the articles of incorporation. Shareholders who have not consented in writing have been given notice in accordance with Section 7.10;					
	By the shareholders, in accordance with Sections 10.20 and 7.10, a resolution of the board of director duly adopted and submitted to the shareholders. A consent in writing has been signed by all the						
		entitled to vote on this ar	nendment.	(Note 5)			
3.	TEX	T OF AMENOMENT:		(			
	a. When amendment effects a name change, insert the new corporate name below. Use Page 2 for amendments,						
		Article I: The name of th	ne corporation is:				

All changes other than name, include on page 2

(NEW NAME)

(over)

Blueshift Telecom, Inc.

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File Number 5561-767-8

## State of Illinois Office of The Secretary of State

ARTICLES OF AMENDMENT TO THE ARTICLES OF INCORPOPATION OF

XTRACOM, INC.

INCORPORATED UNDER THE LAWS OF THE STATE OF ILLINOIS HAVE BEEN FILED IN THE OFFICE OF THE SECRETARY OF STATE AS PROVIDED BY THE BUSINESS CORPORATION ACT OF ILLINOIS, IN FORCE JULY 1, A.D. 1984.

Now Therefore, I, Jesse White, Secretary of State of the State of Illinois, by virtue of the powers vested in me by law, do hereby issue this certificate and attach hereto a copy of the Application of the aforesaid corporation.

In Testimony Whereof, I hereto set my hand and cause to be affixed the Great Seal of the State of Illinois,

at the City of Springfield, this

and of A.D. 2000 day of AUGUST the Independence of the United States the two

hundred and 25TH

Secretary of State

C-212.3

it By: CHARLES COYLE & COMPANY, INC.; 770 425 948

Aug-21-00 5:33Fm;

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FAX NO. 2177897570

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## **Text of Amendment**

b. (If amendment affects the corporate purpose, the amended purpose is required to be set forth in its entirety. If there is not sufficient space to do so, add one or more sheets of this size.)

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4.	The manner, if not set forth in Article 3b, in which any exchange, reclassification or cancellation of issued shares, or a reduction of the number of authorized shares of any class below the number of issued shares of that class, provided for or effected by this amendment, is as follows: (If not applicable, insert "No change")						
	NO CHANGE						
5.	(a) The manner, if not set forth in Article 3b, in which said amendment effects a change in the amount of paid-in capital (Paid-in capital replaces the terms Stated Capital and Paid-in Surplus and is equal to the total of these accounts) is as follows: (If not applicable, insert "No change")						
	NO CHANGE						
	(b) The amount of paid-in capital (Paid-in Capital replaces the terms Stated Capital and Paid-in Surplus and is equal to the total of these accounts) as changed by this amendment is as follows: (If not applicable, insert "No change")						
	NO CHANGE	Before Amendment	After Amendment				
	Paid-in Capital	S	\$				
	(Complete either Item 6 or 7 below. All sig	natures must be in <u>BLACK</u>	INK.)				
<ol> <li>The undersigned corporation has caused this statement to be signed by its duly authorized officers, each of under penalties of perjury, that the facts stated herein are true.</li> </ol>							
	15 and	Xtracom Inc					
	Dated August, 15, 2000 (Year)	(Exact warte of Corpor	ation at date of execution)				
	(Signature of Secretary or Assistant Secretary)	(Signature of President or Vice President)					
	Steve Shyman	Sceve Shyman					
	(Type or Print Name and Title)	(Type or Print Name and Title)					
7.	If amendment is authorized pursuant to Section 10.10 by the incorporators, the incorporators must sign below, and type or print name and title.						
	OŘ						
If amendment is authorized by the directors pursuant to Section 10.10 and there are no officers, then a major directors or such directors as may be designated by the board, must sign below, and type or print name and							

The undersigned affirms, under the penalties of perjury, that the facts stated herein are true.

Dated				
	Innth & Oau)	(Year)	•	·
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